

August 29, 2011

VIA HAND DELIVERY

Marlene H. Dortch, Esq.
Secretary
Office of the Secretary
Federal Communications Commission
445 Twelfth Street, S.W.
Washington, D.C. 20554

Re: *In re Application of AT&T Mobility Spectrum LLC and BTA Ventures II, Inc. ULS File No. 0004777216; Applications of AT&T Inc. and Deutsche Telekom AG- WT Docket No. 11-65; Application of AT&T Mobility Spectrum LLC and Qualcomm Incorporated- WT Docket No. 11-18*

Dear Ms. Dortch:

This letter responds, on behalf of AT&T Mobility Spectrum LLC, an indirect wholly-owned subsidiary of AT&T Inc. (collectively “AT&T”) and QUALCOMM Incorporated (“Qualcomm”) to the letter to you dated August 19, 2011 in the above-referenced dockets from Cincinnati Bell Wireless, LLC, MetroPCS Communications, Inc., NTELOS, the Rural Cellular Association, the Rural Telecommunications Group and Sprint Nextel Corporation (collectively, the “Joint Parties”).

The Joint Parties’ August 19 letter asked the Commission to “coordinate and consolidate” the AT&T/BTA Ventures II, Inc. assignment proceeding -- which involves a single license -- with the Commission’s review of the AT&T/T-Mobile transaction, the AT&T/Qualcomm transaction, and numerous other smaller transactions involving proposed acquisitions by AT&T of Lower 700 MHz Block Licenses. For the reasons set forth below, the Joint Parties’ request should be denied.

The Joint Parties’ August 19 letter represents the third time that those parties have sought to consolidate the Commission’s review of various transactions involving AT&T. As AT&T, Qualcomm, and numerous other parties in these various proceedings have

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shown in previous filings, consolidation of these proceedings is not appropriate.¹ Similarly, there is no reason to consolidate or coordinate the AT&T/BTA Ventures proceeding with any of the others.

The BTA Ventures transaction has nothing to do with either the AT&T/Qualcomm, AT&T/T-Mobile, or other transactions that are the subject of the Joint Parties' earlier motions to consolidate. That proceeding involves a transaction by which AT&T would acquire a single license for lower 700 MHz B Block spectrum. By contrast, AT&T is not acquiring any Lower 700 MHz B Block spectrum in the Qualcomm or T-Mobile transactions. It does not make sense to suggest that a transaction limited to a single license will have a significant enough impact on the Commission's consideration of those two much larger proceedings to justify consolidation. Similarly, there is no basis for arguing that the BTA Ventures transaction will have any effect on the other proceedings that are the subject of the Joint Parties' second motion to consolidate.

As shown by the joint responses of AT&T and Qualcomm to the Joint Parties' previous two requests for consolidation, it is well established that each transaction is entitled to its own, individualized consideration. Accordingly, the Commission has refused in numerous proceedings to consolidate transfer and assignment proceedings.²

¹ See, e.g., Joint Opposition of AT&T Mobility Spectrum LLC and Qualcomm Incorporated to Joint Motion to Consolidate, WT Dkt. Nos. 11-18 and 11-65 (May 4, 2011); Joint Opposition of AT&T Mobility Spectrum LLC and Qualcomm Incorporated to Second Joint Motion to Consolidate, WT Dkt. Nos. 11-18 and 11-65 and ULS File Nos. 0004566825, 0004544863, 0004544869, 0004621016, 0004635440, 0004643747, 0004681773, 0004681771, 0004699707, and 0004448347 (June 22, 2011).

² For example, as the Chief of the Wireless Telecommunications Bureau stated in denying a motion to consolidate in the Nextel/OneComm proceeding, *Applications of Nextel Communications, Inc. for Transfer of Control of OneComm Corporation, N.A., and C-Call Corp.*, Order, 10 FCC Rcd. 3361 (1995), "the Commission's duty [is] to ascertain whether a particular transfer or assignment proposal is in the public interest, convenience, and necessity," and the Commission should not consider, in a single proceeding, "the cumulative competitive impact of a number of proposed acquisitions by [the purchaser]," *Id.*, ¶19, . . . "when the business transactions involved are independent, and neither is conditioned on the consummation of the other." *Id.*, ¶17. Rather, the decision stated that the Commission would "determine whether to grant each application . . . based on the facts current at the time the application is processed." *Id.*, ¶20.

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This result is especially appropriate here in view of the Joint Parties' repeated motions to consolidate an ever-growing number of proceedings filed over a lengthy period of time.

Finally, the Joint Parties point to the Commission's August 8, 2011 Public Notice stating that, since the 180-day clock on the AT&T/Qualcomm transaction had been reached, it would consider that transaction and the AT&T/T-Mobile transaction "in a coordinated manner." That Notice, however, did not "coordinate" any of the much smaller transactions that were the subject of the Joint Parties' second motion to consolidate. Indeed, the Public Notice pointedly declined formally to consolidate those two proceedings, stating that the decision to "coordinate" applied only "at this time" and that even that limited decision was "without prejudice to independent treatment at a later date."

Although AT&T and Qualcomm continue to believe that it is not appropriate to group together the AT&T/Qualcomm proceeding with the AT&T/T-Mobile proceeding, the August 8 Public Notice provides no support for a further coordination -- much less a formal consolidation -- of those two transactions with any of the other, smaller, transactions, including the BTA Ventures transaction that involves a single license.

In sum, the Joint Parties have failed to provide any reason why the Commission should not follow its usual policy of considering individual applications separately. The Commission is fully capable of taking into account any arguable impact created by the grant of one transfer application in considering the next application. Consolidation would only delay the public interest benefits of the various transactions. Nothing in Commission law or policy supports such a result, and the Commission should reject the Joint Parties' request.

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Sincerely,

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Enclosure

cc: Attached service list.

CERTIFICATE OF SERVICE

I hereby certify that on this 29th day of August, 2011, I caused true and correct copies of the foregoing joint letter of AT&T and Qualcomm opposing a letter request by the Joint Parties seeking to consolidate various proceedings to be served by first-class mail, postage prepaid, upon the following parties in the above captioned proceedings, and by electronic mail on the following FCC employees and Best Copy and Printing, Inc.:

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